

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	:
	:
Debtors.	:
	:
	:
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**Chapter 11 Case No.
08-13555 (JMP)
(Jointly Administered)**

**SUPPLEMENTAL AFFIDAVIT AND DISCLOSURE
STATEMENT OF LINDA D. WHITE
ON BEHALF OF SONNENSCHN NATH & ROSENTHAL LLP**

STATE OF ILLINOIS)
) ss:
COUNTY OF COOK)

Linda D. White, being duly sworn, upon her oath, deposes and says:

1. I am a Partner of SONNENSCHN NATH & ROSENTHAL LLP (the "Firm"), located at 7800 Sears Tower, 2333 S. Wacker Drive, Chicago, IL 60606.
2. On December 9, 2008, I executed an Affidavit and Disclosure Statement (the "Affidavit") in support of Debtors' retention of the Firm as ordinary course professionals to provide real estate and real estate finance services to the Debtors (including loan workouts and modifications, loan sales, enforcement of remedies under loan agreements and advice concerning management agreements for REO properties (the "Matters")) and submitted that Affidavit and a completed Retention Questionnaire (the "Questionnaire") to the Debtors' bankruptcy counsel, to be filed with the Court in accordance with the procedures set forth in the order entered November 5, 2008 authorizing the Debtors to employ professionals utilized in the ordinary course of business [Docket No. 1394]. The Debtors subsequently filed the Affidavit and Questionnaire with the Court on December 12, 2008 [Docket No. 2202].

3. This affidavit (the "Supplemental Affidavit") supplements the previous Affidavit with respect to matters for which the Firm has been retained by non-Debtor parties in matters that concern certain of the Debtors.

4. As noted in the Affidavit, the Firm has been approached by many clients seeking advice in connection with their respective transactions with Debtor entities that are unrelated to the Matters for which the Firm has been retained. While many of these transactions involve derivatives and other financial contracts, such as swaps and repurchase agreements, some have also concerned real property transactions to which a Debtor is a party or holds an interest.

5. In order to ensure that all client confidences are protected, the Firm has set up and maintains a screening wall between those attorneys, such as myself, who represent the Debtors, and those attorneys who will represent certain non-Debtor parties in interest in matters disclosed in the Affidavit and this Supplemental Affidavit. The Firm has established procedures to ensure that the attorneys working for the Debtors will not disclose to any non-Debtor client any information concerning the Debtors that has been identified to the Firm as confidential or proprietary or that the Firm should reasonably believe to be confidential or proprietary. In addition, the Firm has implemented procedures to ensure that no information concerning the Debtors will be used without the Debtors' prior written consent. Lastly, the Firm has implemented procedures to ensure that all files (both physical and electronic) are kept separate. Notice of these screening procedures has been sent to all of the Firm's attorneys.

6. In addition to the derivatives-related matters I note the following new matters that involve Lehman entities:

- a) The Firm represents Landesbank Hessen-Thüringen Girozentrale ("Helaba") for itself and as administrative agent in connection with a

construction loan made to a non-debtor entity of which debtor Lehman Brothers Holding Inc. ("LBHI") indirectly owns approximately 95%. The subject loan is guaranteed by LBHI and Helaba may have claims against LBHI on account of such guarantees.

b) The Firm represents Dr. Michael C. Frege, Insolvency Administrator for Lehman Brothers Bankhaus AG ("LBB") in LBB's Chapter 15 proceeding pending in the United States Bankruptcy Court for the Southern District of New York, under docket No. 09-12704(JMP) and in matters related to the Debtors' bankruptcy cases.

c) The Firm represents The Union Labor Life Insurance Company as mortgage lender in connection with a pending foreclosure on a certain mortgage loan. LBHI is an equity partner of the borrower and non-debtor affiliate LB Real Estate Mezzanine Partners is the mezzanine lender in the project.

d) The Firm represents parties in connection with mortgage loans on which certain non-debtor special purpose entities affiliated with LBHI are obligors or guarantors.

7. None of the foregoing representations on behalf of non-Debtor entities is adverse to the Matters for which the Firm is employed by the Debtors.

8. This Supplemental Affidavit supplements and supersedes the Affidavit.

9. If necessary at a later date, the Firm will further supplement the information contained in this Supplemental Affidavit.

By: Linda D. White
LINDA D. WHITE

Subscribed and sworn to before me
this 8th day of October, 2009.

Yvonne V. Obay
"OFFICIAL SEAL"
YVONNE V. OBY
Notary Public, State of Illinois
My Commission Expires 11/22/12
Notary Public